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8-23-16
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**BEFORE THE PUBLIC UTILITIES COMMISSION OF THE
STATE OF CALIFORNIA**

Joint Application of Inmate Calling
Solutions, LLC dba ICSolutions (U-6813-C))
and)
TKC Holdings, Inc.)
for Approval of an Indirect Transfer of)
Control of Inmate Calling Solutions, LLC)
dba ICSolutions to TKC Holdings, Inc.,)
Pursuant to California Public Utility Code §854(a))

Application No.: A16-06-015

MOTION TO FILE UNDER SEAL

Pursuant to Rule 11.5 of the Commission's Rules of Practice and Procedure, Inmate Calling Solutions, LLC dba ICSolutions (U-6813-C) ("ICS"), Centric Group, L.L.C. ("Centric") and TKC Holdings, Inc. ("TKC") (collectively, the "Joint Applicants") move the Commission to grant this Motion to File Under Seal (MFUS) prohibiting any disclosure to the general public of any portion of the documents known as the Financial Documentation, labeled Confidential and submitted to the Commission as ***Exhibit I*** to Joint Applicants' response ("Response") to information request dated August 11, 2016 ("Information Request"). The Response was filed with the Commission on August 24, 2016 in support of Application No. A16-06-015 ("Joint Application"). Joint Applicants request that the MFUS specifically state that these documents be disclosed only to Staff members directly involved in this case, and that any pleadings or other filings that incorporate, reference or attach the documents or any portion thereof be submitted under Seal.

As grounds for this motion, Joint Applicants state that the Financial Documentation in ***Exhibit I*** contains (i) an audited balance sheet of H.I.G. Middle Market LBO Fund II, L.P., a

qualified affiliate, indirect owner and guarantor of TKC (“Guarantor”) for the most recent fiscal year, (ii) an unaudited balance sheet of Guarantor for the most recent fiscal quarter and (iii) a bank statement of Guarantor for the month prior to the date of filing of the Joint Application. This information is required to be submitted to the Commission in support of the Joint Application. Guarantor, however is a private, closely-held investment fund whose financial information is maintained as highly confidential and proprietary.

Public disclosure of this information would materially damage the competitive and financial position of Guarantor and TKC. Further, the public interest would be impaired by public disclosure of the information contained in the Financial Documentation, in that any compromise of the competitive or financial position of Guarantor, vis-à-vis its competitors, would ultimately work to the detriment of the consuming public.

For the foregoing reasons, Joint Applicants request the Commission approve this Motion to File Under Seal containing the terms and conditions set forth above, relative to the Financial Documentation of Guarantor, and for all other appropriate relief.

Respectfully submitted,

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By: /s/ Paige Fronabarger
Paige Fronabarger
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August 31, 2016

Motion to File Under Seal
Inmate Calling Solutions, LLC
dba ICSolutions and TKC Holdings, Inc.